

082-34842

**KERRY**

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OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

**Kerry Group plc**

Prince's Street  
Tralee, Co. Kerry  
Ireland  
Telephone: +353 66 7182 000  
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Office of International Corporate Finance,  
Securities and Exchange Commission,  
450 Fifth Street NW,  
Washington DC 20549,  
U.S.A.



06010138

SUPPL

4th January, 2006.

**Re: Kerry Group PLC (file no: 082-34842): Documentation Furnished Pursuant to Rule 12g3-2(b) Exemption.**

Dear Ladies and Gentlemen,

Enclosed please find documentation furnished by Kerry Group plc (file no. 082-34842) pursuant to its 12g3-2(b) exemption from registration under the Securities and Exchange Act of 1934.

Please feel free to contact me with any questions or comments.

PROCESSED

JAN 12 2006

THOMSON  
FINANCIAL

Yours sincerely,

*Brian Mehigan*

**Brian Mehigan,  
Chief Financial Officer,  
KERRY GROUP PLC**

*[Handwritten signature]*  
11/11

# NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an *issuer* to make a *RIS* notification required by *DR 3.1.4R(1)*.

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating to the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the *issuer*

Kerry Group plc

.....

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

(iii) both (i) and (ii)

.....

3. Name of *person discharging managerial responsibilities/director*

Denis Cregan

.....

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

N/A

.....

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

Person referred to in 3 above

.....

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

A Ordinary Shares of 12.5 cent

.....

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

Denis Cregan

.....

.....

8 State the nature of the transaction

Share Purchase

.....

.....

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

5000

.....

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

Less than .001%

.....

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

N/A

.....

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

N/A

.....

13. Price per *share* or value of transaction

€18.74

.....

14. Date and place of transaction

30 December 2005 - Dublin

.....

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

287500

0.15%

.....

16. Date issuer informed of transaction

3 January 2006

.....

**If a *person discharging managerial responsibilities* has been granted options by the *issuer* complete the following boxes**

17 Date of grant

-

.....

18. Period during which or date on which it can be exercised

-

.....

19. Total amount paid (if any) for grant of the option

-  
.....  
  
20. Description of *shares* or debentures involved (*class* and number)

-  
.....  
.....

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-  
.....

22. Total number of *shares* or debentures over which options held following notification

-  
.....

23. Any additional information

-  
.....

24. Name of contact and telephone number for queries

Frank Hayes

Director of Corporate Affairs, Kerry Group plc

Tel: +353 66 7182304  
.....

**Name and signature of duly authorised officer of *issuer* responsible for making notification**

Brian Durran,

Group Secretary, Kerry Group plc  
.....

**Date of notification**

**4 January 2006**

.....

END